

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810



ARTICLES OF MERGER
(Subsidiary into Parent)
(Section 414-314, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, duly authorized officers of the corporation submitting these Articles of Merger, certify as follows:

1. The name and state of incorporation of the parent or surviving corporation is:

(Type/Print Corporate Name) (State)

2. The name and state of incorporation of the merging or subsidiary corporation is:

(Type/Print Corporate Name) (State)

3. The surviving corporation owns at least 90% of the issued and outstanding shares of the merging corporation.

4. The Plan of Merger has been approved by the board of directors of the surviving corporation.

5. A copy of the Plan of Merger was mailed to all of the shareholders of the subsidiary corporation on:

(Month) (Day) (Year)

6. Outstanding shares of each class of the subsidiary corporation and shares of each class owned by the surviving corporation:

Number of Outstanding Shares of the Subsidiary Corporation	Class/Series	Number of Outstanding Shares of the Subsidiary, owned by the Parent Corporation

7. The merger is effective on the date and time of filing the Articles of Merger or at a later date and time, no more than 30 days after the filing, if so stated. Check one of the following statements:

☐ Merger is effective on the date and time of filing the Articles of Merger.

☐ Merger is effective on _____, at _____ m., Hawaiian Standard Time, which date is not later than 30 days after the filing of the Articles of Merger.

We certify under the penalties of Section 414-20, Hawaii Revised Statutes, that we have read the above statements and that the same are true and correct.

Signed this _____ day of _____, _____

Parent or Surviving corporation: _____
(Type/Print Corporate Name)

(Type/Print Name & Title)

(Signature of Officer)

Instructions: Articles of Merger must be typewritten or printed in **black ink**, and must be **legible**. The articles must be signed by at least one officer of the parent or surviving corporation. All signatures must be in **black ink**. Submit original articles together with the appropriate fee.

Line 1. State the full name of the parent or surviving corporation and its state of incorporation.

Line 2. State the full name of the subsidiary or merging corporation and its state of incorporation.

Line 5. Give the month, day and year that a copy of the Plan of Merger was mailed to the shareholders of the subsidiary corporation.

Line 6. Complete the information for the number of outstanding shares of each class of the subsidiary corporation and the number of shares owned by the surviving corporation.

Line 7. Check whether the merger is effective on the date and time of filing the Articles of Merger with the Department of Commerce and Consumer Affairs, State of Hawaii, or effective on a future date. If a future date is selected, state the effective date and time, which cannot be more than 30 days after the filing of the Articles of Merger.

Filing Fees: **Filing fee (\$50.00) is not refundable.** Make checks payable to DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS. Dishonored Check (\$15 fee plus interest charge).

NOTICE: THIS MATERIAL CAN BE MADE AVAILABLE FOR INDIVIDUALS WITH SPECIAL NEEDS. PLEASE CALL THE DIVISION SECRETARY, BUSINESS REGISTRATION DIVISION, DCCA, AT 586-2744, TO SUBMIT YOUR REQUEST.